

Exhibit A

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
 NEW YORK, NY 10036
 PHONE 212.715.9100
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January 28, 2013

W.R. GRACE & CO. EQUITY COMMITTEE
 C/O KRAMER LEVIN
 1177 AVENUE OF THE AMERICAS
 NEW YORK, NY 10036

When remitting,
 please reference:

Invoice Number: 612169
 056772

CLIENT SUMMARY - 056772 - W.R. GRACE & CO. EQUITY COMMITTEE**056772-00001/CASE ADMINISTRATION**

FEES	\$941.00
DISBURSEMENTS.....	<u>3,130.37</u>
MATTER TOTAL	\$4,428.62

056772-00005/BANKR. MOTIONS

FEES	\$288.00
DISBURSEMENTS.....	<u>0.00</u>
MATTER TOTAL	\$288.00

056772-00007/REORGANIZATION PLAN

FEES	\$45,870.50
DISBURSEMENTS.....	<u>0.00</u>
MATTER TOTAL	\$45,870.50

056772-00008/FEE APPLICATIONS, APPLICANT

FEES	\$2,574.50
DISBURSEMENTS.....	<u>306.19</u>
MATTER TOTAL	\$2,880.69

CLIENT GRAND TOTAL	<u>\$53,110.56</u>
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Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
 Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
 ABA #021000089
 Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 9992122019
 By Order of: Invoice No. 612169
 Citibank Contact: Gaetana Mauceli (212) 559-0165

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
 ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
 CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

W.R. GRACE & CO. EQUITY COMMITTEE
056772-00001

January 28, 2013
Invoice No. 612169

CASE ADMINISTRATION

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/03/12	HALVERSON, DARREN C	E-mails with D. Blabey and A. Shain re: binders for 3d cir appellate briefs.	0.20	97.00
12/10/12	HALVERSON, DARREN C	Find additional briefs and coordinate binders.	0.30	145.50
12/10/12	SHAIN, ALIYA	Compile binders of briefs for D. Halverson (.6); draft index re: same (.7).	1.30	370.50
12/11/12	HALVERSON, DARREN C	Find AMH brief and circulate; coordinate final binders.	0.20	97.00
12/11/12	SHAIN, ALIYA	Email coordination with D. Blabey re: courtcall (.1); set-up court call (.2).	0.30	85.50
12/14/12	HALVERSON, DARREN C	Obtain asbestos article for D. Blabey and review same.	<u>0.30</u>	<u>145.50</u>

TOTAL HOURS AND FEES	<u>2.60</u>	<u>\$941.00</u>
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SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	125.00
RESEARCH SERVICES	14.00
WESTLAW ON-LINE RESEARCH	2,881.68
MEALS/IN-HOUSE	46.99
DOCUMENT RETRIEVAL FEES	<u>62.70</u>

TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$3,130.37</u>
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TOTAL FOR THIS MATTER	<u>\$4,428.62</u>
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W.R. GRACE & CO. EQUITY COMMITTEE
056772-00005

January 28, 2013
Invoice No. 612169

BANKR. MOTIONS

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/26/12	BLABEY, DAVID E	Review post-petition financing motion (.3) and email to client re same (.1).	<u>0.40</u>	<u>288.00</u>
TOTAL HOURS AND FEES			<u>0.40</u>	<u>\$288.00</u>
TOTAL FOR THIS MATTER				<u>\$288.00</u>

W.R. GRACE & CO. EQUITY COMMITTEE
056772-00007

January 28, 2013
Invoice No. 612169

REORGANIZATION PLAN

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/12	BLABEY, DAVID E	Review Garlock appellate brief.	1.40	1,008.00
12/03/12	BLABEY, DAVID E	Call with equity holder re appeals (.2); review Montana and Crown briefs (2.3); review pleadings in Garlock bankruptcy proceeding (3).	5.50	3,960.00
12/04/12	HALVERSON, DARREN C	Review D. Blabey summary of opening briefs in third circuit appeal.	0.20	97.00
12/04/12	BLABEY, DAVID E	Review of bank lender brief (1); further review of Garlock (.1); memo to client re same (1.9).	3.00	2,160.00
12/05/12	HALVERSON, DARREN C	Review D. Blabey summary of opening briefs.	0.20	97.00
12/05/12	BLABEY, DAVID E	Exchange emails with D. Halverson and M. Ziegler re estoppel issues (.2); further review of Bank Lender appellate brief (2) and of relevant legislative history and case law (3).	5.20	3,744.00
12/06/12	HALVERSON, DARREN C	Review D. Blabey notes on acceleration and auto stay and review pleadings for additional cases.	0.60	291.00
12/06/12	BENTLEY, PHILIP	Discs w/ D. Blabey re appeal issues.	0.10	86.50
12/09/12	BLABEY, DAVID E	Review amicus brief on bank lender issues.	1.00	720.00
12/11/12	BLABEY, DAVID E	Email update to client re recent docket filings (.3); discuss Third Circuit briefing with P. Bentley and email to Debtors counsel re same (.1); review Anderson Memorial Hospital appellate brief (2.2); research on impairment issues for Third Circuit briefs (2.2).	4.80	3,456.00
12/11/12	BENTLEY, PHILIP	Review current appeal issues.	0.10	86.50
12/12/12	BLABEY, DAVID E	Review plan proponents' draft motion for extension of time (.1) and emails with P. Bentley and Debtors counsel re same (.1).	0.20	144.00
12/12/12	BENTLEY, PHILIP	Trade emails re appeal issues.	0.10	86.50
12/13/12	BLABEY, DAVID E	Review lower court briefing on bank lender issues (1.5); research on defaults (.5).	2.00	1,440.00
12/14/12	BLABEY, DAVID E	Review lower court briefing on bank lender issues (.5); review of cases cited by bank lenders (3.1).	3.60	2,592.00
12/16/12	BLABEY, DAVID E	Review cases cited in lenders' brief and shep same.	2.50	1,800.00

W.R. GRACE & CO. EQUITY COMMITTEE
056772-00007

January 28, 2013
Invoice No. 612169

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/17/12	BLABEY, DAVID E	In connection with appeal, review bank lender cases (3.3); research regarding legal rate of interest (2.7); review of credit agreements (1).	7.00	5,040.00
12/18/12	BLABEY, DAVID E	Review bankruptcy code and cases citing applicable provisions regarding interest in connection with appeal (2.5); further review of statutory provisions, legislative history and case law regarding same (5.8).	8.30	5,976.00
12/19/12	BLABEY, DAVID E	Research on legislative history and intent (4.5); memo to P. Bentley re potential lender arguments (1).	5.50	3,960.00
12/20/12	BLABEY, DAVID E	Continue drafting memo to P. Bentley regarding absolute priority rule issues in connection with appeal.	2.50	1,800.00
12/21/12	BENTLEY, PHILIP	TC w/ D. Blabey.	0.10	86.50
12/23/12	BLABEY, DAVID E	Email memo to P. Bentley regarding his questions to section 1129(b) analysis.	1.50	1,080.00
12/23/12	BENTLEY, PHILIP	Review appeal issues, and trade emails re same.	1.00	865.00
12/24/12	BLABEY, DAVID E	Call with P. Bentley to discuss section 1129(b) analysis for appellate brief (.7); revisions to email memo to Debtors' counsel re same (1.5).	2.20	1,584.00
12/24/12	BENTLEY, PHILIP	Review appeal issues (0.7), and TC DB re same (0.6).	1.30	1,124.50
12/26/12	BLABEY, DAVID E	Review pages from plan proponent brief on bank lender issues before district court.	0.10	72.00
12/26/12	BLABEY, DAVID E	Email to D. Halverson re research for brief.	0.10	72.00
12/27/12	BENTLEY, PHILIP	Trade emails re appeal issues.	0.30	259.50
12/27/12	HALVERSON, DARREN C	Begin research re: post-petition defaults.	0.20	97.00
12/28/12	HALVERSON, DARREN C	Continue research re: post-petition defaults.	1.30	630.50
12/30/12	BLABEY, DAVID E	Review draft of overview section of plan proponents appellate brief (.5); review notes for call with Debtors counsel re Lender brief (.2) and call with counsel (.5) and follow up email and voicemail with P. Bentley (.1).	1.30	936.00
12/30/12	BENTLEY, PHILIP	Conf call with K&E, and notes, re arguments for appeal brief.	<u>0.60</u>	<u>519.00</u>
TOTAL HOURS AND FEES			<u>63.80</u>	<u>\$45,870.50</u>
TOTAL FOR THIS MATTER			<u>\$45,870.50</u>	

W.R. GRACE & CO. EQUITY COMMITTEE
056772-00008

January 28, 2013
Invoice No. 612169

FEE APPLICATIONS, APPLICANT

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/12	BLABEY, DAVID E	Prepare quarterly fee application.	2.60	1,872.00
12/27/12	BLABEY, DAVID E	Review monthly fee app for filing.	0.10	72.00
12/27/12	HALVERSON, DARREN C	Review and edit invoice (.3); draft 135th fee application and send to D. Blabey (1.2).	<u>1.30</u>	<u>630.50</u>
TOTAL HOURS AND FEES			<u>4.00</u>	<u>\$2,574.50</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
WESTLAW ON-LINE RESEARCH	<u>306.19</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$306.19</u>
TOTAL FOR THIS MATTER	<u>\$2,880.69</u>